

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

IN RE:	)	Chapter 11
	)	
W.R. GRACE & CO., et al.,	)	Case No. 01-1139(JKF)
	)	
Debtors.	)	Jointly Administered
	)	
_____	)	

**ORDER ON MOTION FOR RECONSIDERATION**

Upon consideration of the Motion Of BNSF Railway Company For Reconsideration Of The Memorandum Opinion Regarding Objections To Confirmation Of First Amended Joint Plan Of Reorganization And Recommended Supplemental Findings Of Fact And Conclusions Of Law [Docket No. 26154] And The Recommended Findings Of Fact, Conclusions Of Law And Order Regarding Confirmation Of First Amended Joint Plan Of Reorganization As Modified Through December 23, 2010 [Docket No. 26155], it is hereby:

ORDERED that footnote 46 on page 40 of the Memorandum Opinion is modified to read

BNSF filed an objection . . . to Debtors' motion to approve a settlement with CNA . . . asserting, *inter alia*, that the settlement is ambiguous as to whether policies under which BNSF claims rights as a named insured are covered by the channeling injunction. A hearing on Debtors' motion to approve the settlement with CNA was held on January 10, 2011, and BNSF's objection was sustained.

And it is further ORDERED that the first three sentences on page 40 of the Memorandum Opinion is hereby stricken;

And it is further Ordered that BNSF's objection that the Joint Plan unfairly discriminates against Indirect Claimants in Class 6, whose claims are based on Direct Claimants who were exposed solely, or nearly solely, to Grace asbestos, is SUSTAINED.

Ordered this \_\_\_\_ day of \_\_\_\_\_, 2011.

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Judith K. Fitzgerald  
United States Bankruptcy Judge